

RELEASE AND TERMINATION
OF SECURITY INTEREST

RECORDATION NO. 8626-10 Filed 1425

SEP 18 1979 - 10 33 AM

INTERSTATE COMMERCE COMMISSION

THIS RELEASE AND TERMINATION is executed this
30th day of August, 1979 by MORGAN GUARANTY
TRUST COMPANY OF NEW YORK ("Morgan"), 40 Rockefeller Plaza,
New York, New York 10020.

RECITALS

WHEREAS, Morgan has extended credit to Arthur R.
Dubs ("Borrower") pursuant to two Loan Agreements between
Borrower and Morgan dated, respectively, December 22, 1976
and September 30, 1977 (the "Loan Agreements").

WHEREAS, in order to secure the credit extended
to Borrower pursuant to the Loan Agreements, Borrower executed
a Security Agreement dated December 22, 1976 and recorded
with the Interstate Commerce Commission (the "ICC") on
December 22, 1976, Recordation #8626 ("Security Agreement I")
and a Security Agreement dated September 30, 1977 and recorded
with the ICC on October 5, 1977, Recordation # 9021
("Security Agreement II"). Security Agreement I and Security
Agreement II (collectively, the "Security Agreements") grant
to Morgan a security interest in the collateral described
in each (collectively, the "Collateral") which includes,
among other things, the railroad cars described in Exhibit A
attached hereto (the "Cars").

WHEREAS, the credit extended to Borrower pursuant
to the Loan Agreements, and all other obligations of Borrower

pursuant to the Loan Agreements and the Security Agreements have now been paid in full, and Borrower has requested that Morgan release its security interest in the Collateral.

NOW, THEREFORE, Morgan agrees as follows:

1. Morgan hereby terminates each of the Security Agreements, and releases and disclaims all right, title, interest or claim of any type to the Collateral including, without limitation the Cars.

2. Morgan hereby represents that it has not assigned to any person any of its rights under the Loan Agreements or the Security Agreements; that it has full power and authority to fully and finally terminate the Security Agreements and release the interests in the Collateral granted pursuant to the Security Agreements; and that this Release and Termination may be applied upon by Borrower and all persons claiming through Borrower.

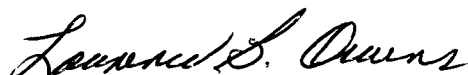
MORGAN GUARANTY TRUST COMPANY
OF NEW YORK

By John F. Wetzel
Title Vice President

CORPORATE ACKNOWLEDGMENT

STATE OF NEW YORK)
 : SS.
COUNTY OF NEW YORK)

On this 30 day of AUGUST , 1979, before
me personally appeared JOHN K. WETZEL , to me personally
known, who being by me duly sworn, says that he is the
 VICE PRESIDENT of MORGAN GUARANTY TRUST COMPANY OF
NEW YORK, that the seal affixed to the foregoing instrument
is the corporate seal of said corporation, that said instrument
was signed and sealed on behalf of said corporation by
authority of its Board of Directors, and he acknowledged
that the execution of the foregoing instrument was the free
act and deed of said corporation.



Notary Public
LAWRENCE, NEW YORK
Notary for the State of New York
Qualified in New York County
Certificate Filed in New York County
Commission Expires March 30, 1982

[SEAL]

My commission expires _____

EXHIBIT A

<u>Quantity</u>	<u>Type</u>	<u>A.A.R. Identifying Numbers</u>
<u>Security Agreement I</u>		
89	4,750 cubic foot capacity, 100 ton truck, gravity discharge covered hopper car	PLMX-10001 through PLMX-10089
<u>Security Agreement II</u>		
59	4,750 cubic foot capacity, 100 ton truck, gravity discharge covered hopper car	PLMX-10092 through PLMX-10150